

Ronald McDonald House Charities of Greater Chattanooga

Governance Committee – Meeting Minutes

February 6, 2025

Committee Members 2025-2026 Board Year			
<u>Board Members and CEO</u>	<u>Attendance (Y/N)</u>	<u>Volunteer</u>	<u>Attendance (Y/N)</u>
Melanie Farrell, Chair	Y	Kim Coffey	N
John Critchfield	N	Pat Roza	Y
Teresa Critchfield	N	Barbara Wofford	Y
Mary Lynn Wilson	Y		
Karen Jolley	Y		
Tripp Stephens	N		
Mike Brown, CEO	Y	Betsy Conroy	Y

Agenda:

1. UPDATE - RMHC Background checks (Mike/Melanie)

- Policies approved at January Board meeting
- Next steps update
 - Policies should be implemented within 90 days – this is dictated in January Board Minutes.
 - Currently, we have 18-19 of the 27 staff members' authorization forms for background checks. We have sent letters to our service vendors to alert them of our new background check policy. Tonya will reach out to Weekend Managers next week to get their authorization forms. The Board will be the last phase – Betsy and Melanie will let us know how to communicate that information.
 - We can accept background checks that have already been conducted by another organization; we need to define the acceptable timeline. Mike will reach out to Liz at Verified Credentials for insight.
 - For board members, we will need to invoice members for the cost of their background check. RMHC is invoiced monthly by verified credentials.
 - Farin will craft an email with instructions and clear due dates defined with support from Betsy, Melanie, and Mike.
 - All phases of this implementation of the background check policy need to be done by the end of April. Even board members who are rolling off in June 2026 need to complete a check, per Betsy.
 - In the future, new board members will be checked as soon as they are approved and confirmed by the Board, before their term begins.

2. RMHC By-laws Next Steps (Melanie)

- APPROVED at January Board meeting
- Checklist developed for each standing committee (attached)

- Question Posed: Is there a facility and maintenance component to the Audit Committee? Melanie believes it falls under “the periodic review of policies and monitoring staff adherence” element on the checklist, and Mike agrees. They will follow up with Tripp – head of Audit Committee.

3. Board member recruitment (Melanie)

- Review Board tracking spreadsheet
 - Betsy questions if the “Community” category could encompass fundraisers/marketing professionals. Melanie will work on finding a clearer term.
- Discuss potential individuals for consideration
 - *Accounting/Finance (1) – Chris George (Pinnacle)*
 - *McDonald’s Partners (2) – Jabari Daughtry, Stephen Overby*
 - *Community Leaders (2-3) – Kella Rivers (WWS committee), Greg Pawson (Card-Monroe), Diane Hoilman (ADPi – Beta Beta Philanthropy)*
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- We might want a couple more recruit options if Beth Painter is planning to roll off onto the Legacy Circle. That is unclear right now, but Mary Lynn will talk to Beth about her intentions.
- Karen asks if anyone has names of possible board members that could contribute well, but they haven’t been previously involved with the House. What is the best way to get them involved? Melanie says get them on a committee. Betsy also says we can bring them in for a tour, take them out for coffee, etc.
- Betsy would like to add Alexa Donnellan to the consideration list. She hasn’t served on a board committee yet but is currently on the WWS committee and is doing amazing.
- Theresa Critchfield will take over the Governance Chair position next board year. Next month we will discuss the succession plan for board officers.

	Board Membership stats 12/12/2025
17	Current Board Members 2025-26 Year (16 Active / 1 Lifetime)
(2)	Board Members rolling off June 2026 - Mary Lynn Wilson (legacy circle); Brad Moore
6	Targeted new Board Members to be approved at April 2026 Board meeting
21	Anticipated Total Board Members for 2026-27 Year
15-25	Targeted Total Board Membership